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CERTIFICATE OF SERVICE

Laurence C. Begin, hereby certifies that on February 6, 2006, he served a ~~copy of~~ **copy of** **Feb 13 2006** an executed Affidavit of Legal Ordinary Counsel Professional Laurence C. Begin upon the following interested parties via first class mail.

Delphi Corporation  
Attention General Counsel  
5725 Delphi Drive  
Troy, MI 48098

Latham & Watkins  
Attention: Mark A. Broude, Esq.  
885 Third Avenue  
New York, NY 10022

Haim Zaltzman  
Skadden, Arps, Slate, Meagher & Flom LLP  
Four Times Square  
New York, NY 10036-6522

Simpson Thacher & Bartlett LLP  
Attention: Marissa Wesley, Esq.  
425 Lexington Avenue  
New York, NY 10017

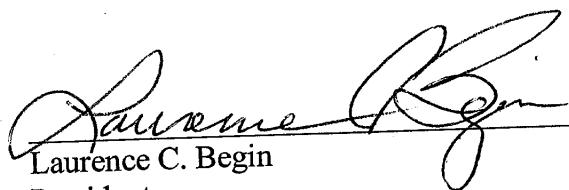
Afaf Vicky Farah, Esq.  
201 East Liberty Street  
Ann Arbor, MI 48104

Davis Polk & Wardell  
Attention: Marlane Melican, Esq.  
450 Lexington Avenue  
New York, NY 10017

Skadden, Arps, Slate, Meagher & Flom  
Attention: John W. Butler Jr., Esq.  
333 West Wacker Drive  
Suite 2100  
Chicago, IL 60606

United States Trustee  
Attention: Alicia M. Leonhard, Esq.  
33 Whitehall Street  
Suite 2100  
New York, NY 10044

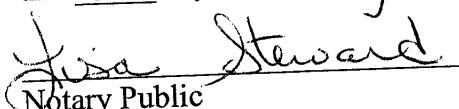
Dated: February 6, 2006



Laurence C. Begin  
President

L.C. Begin & Associates, PLLC  
510 Highland Ave. PMB 403  
Milford, MI 48381  
(248)-889-5875

Subscribed and sworn before me  
this 6<sup>th</sup> day of February 2006



Lisa Steward  
Notary Public

LISA STEWARD  
NOTARY PUBLIC OAKLAND CO., MI  
MY COMMISSION EXPIRES JUN 30, 2007

## Exhibit 2

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

X

In re : Chapter 11  
DEPHI CORPORATION, et al., : Case No. 05-44481 (RDD)  
Debtors. : (Jointly Administered)

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**AFFIDAVIT OF LEGAL ORDINARY COURSE PROFESSIONAL**

, being duly sworn, deposes and says:

1. I am a principal of L.C. Begin & Associates, PLLC ("The Firm") which firm maintains offices at 1933 S. Milford Road, Highland, MI 48357.
2. Neither I, "The Firm", nor any partner, auditor or other member thereof, insofar as I have been able to ascertain, has any connection with the above-captioned debtors and debtors-in-possession (the "Debtors"), their creditors, or any other party-in-interest, or their attorneys, except as set forth in this affidavit.
3. "The Firm", has represented and advised the Debtors in law with respect to a broad range of aspects of the Debtors' businesses.
4. The Debtors have requested, and "The Firm" has agreed, to continue to represent and advise the Debtors pursuant to section 327 (e) of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as amended (the "Bankruptcy Code"), with respect to such matters. Additionally, the Debtors have requested, and "The Firm" proposes, to render the following services to the Debtors: [Legal Services]
5. "The Firm's" current fees arrangement is less than \$50,000/mth.
6. Except as set forth herein, no promises have been received by "The Firm" or any partner, auditor or other member thereof as to compensation in connection with these chapter 11 cases other than in accordance with the provisions of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, the Local Rules, orders of this Court, and the Fee Guidelines promulgated by the Executive Office of the United States Trustee.

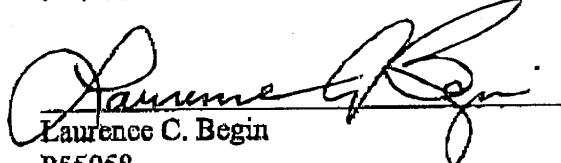
7. "The Firm" has no agreement with any entity to share with such entity any compensation received by "The Firm".

8. "The Firm" and its partners, auditors, and other members may have in the past represented, currently represented, and may in the future represent entities that are claimants of the Debtors in matters totally unrelated to these pending chapter 11 cases. "The Firm" does not and will not represent any such entity in connection with these pending chapter 11 cases and does not have any relationship with any such entity, attorney, or accountants that would be adverse to the Debtors or their estates.

9. Neither I, "The Firm" nor any partner, auditor or other member thereof, insofar as I have been able to ascertain, holds or represents any interest adverse to the Debtors, or their estates in the matters upon which "The Firm" is to be engaged.

10. The foregoing constitutes the statement of "The Firm" pursuant to section 329 and 504 of the bankruptcy Code and Bankruptcy Rules 2014 and 2016(b).

FURTHER AFFIANT SAYETH NOT

  
Laurence C. Begin  
P55058

Subscribed and sworn before me  
this 9<sup>th</sup> day of January, 2006

Lisa Steward  
Notary Public

LISA STEWARD  
NOTARY PUBLIC OAKLAND CO., MI  
MY COMMISSION EXPIRES JUN 30, 2007